

DESCRIPTION FOR INDEXING PURPOSES:
 Lot 134, Section A, Braybourne
 Subdivision, Section 32, Township
 1 South, Range 5 West, DeSoto
 County, Mississippi

EMC/Ailsworth/2290740

SUBSTITUTION OF TRUSTEE

WHEREAS, on October 29, 1999, Kenneth Ailsworth, an unmarried person, executed a Deed of Trust to William H. Glover, Jr., Trustee for the use and benefit of Norwest Mortgage dba Directors Acceptance, which Deed of Trust is on file and of record in the office of the Chancery Clerk of DeSoto County, Mississippi, in Deed of Trust Record Book 1162 at Page 0470 thereof, describing the following property:

Lot 134, Section A, Braybourne Subdivision, in Section 32, Township 1 South, Range 5 West, DeSoto County, Mississippi, as per Plat thereof recorded in Plat Book 59, Pages 32-33, in the Office of the Chancery Clerk of DeSoto County, Mississippi.

WHEREAS, the undersigned is the present holder and beneficiary of the Deed of Trust referred to above; and

WHEREAS, under the terms of said Deed of Trust the beneficiary or any assignee is authorized to appoint a Trustee in the place and stead of the original Trustee or any successor Trustee in said Deed of Trust; and

Should the undersigned become the last and highest bidder at the foreclosure sale, the Substitute Trustee is hereby authorized to transfer and assign said bid to convey title to said foreclosed property to the SECRETARY OF VETERANS AFFAIRS, an Officer of the United States of America, or the SECRETARY OF HOUSING AND URBAN DEVELOPMENT, or whomsoever the undersigned shall authorize. The statement in the Substitute Trustee's Deed that the undersigned has requested the transfer of its bid to Grantee(s) in the Substitute Trustee's Deed shall be binding on the undersigned and conclusive evidence in favor of the assignee or other parties thereby, and that the Substitute Trustee is duly authorized and empowered to execute same.

NOW THEREFORE, the undersigned does hereby appoint and substitute LEM ADAMS, III, as Trustee in said Deed of Trust, the said Lem Adams, III, to have all the rights, powers and privileges of the Trustee named in said Deed of Trust.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed on this the 5th day of November, 2002

EMC MORTGAGE CORPORATION

STATE MS.-DE SOTO CO. *g*

BY: *Susan F. Christy*

Susan F. Christy
 Vice President

ITS

Nov 12 3 14 PM '02

BK 1600 PG 195
 W.E. DAVIS CH. CLK.

STATE OF Texas
COUNTY OF Dallas

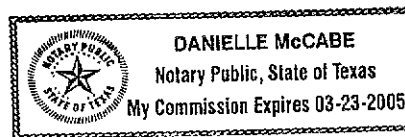
PERSONALLY appeared before me, the undersigned authority in
and for the jurisdiction aforesaid,
Susan Christy
Vice President, who acknowledged to me that she is
of EMC MORTGAGE CORPORATION, and
acknowledged to me that she signed and delivered the above and
foregoing Substitution of Trustee on behalf of EMC MORTGAGE
CORPORATION after being first duly authorized so to do.

GIVEN UNDER my hand and official seal, this the 5th day of
November, 2002.

Danielle McCabe

NOTARY PUBLIC

My Commission Expires:



PREPARED BY: ADAMS & EDENS
A Professional Association
Post Office Box 400
Brandon, Mississippi 39043
(601) 825-9508